

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

GEOTAG, INC., Plaintiff, §
vs. §
FRONTIER COMMUNICATIONS §
CORPORATION, LOCAL.COM § CIVIL ACTION NO.: 2:10-CV-265- TJW
CORPORATION, DEX ONE §
CORPORATION, WIND STREAM §
COMMUNICATIONS, INC., YELLOW §
BOOK USA, INC., INTELLIUS, INC., §
CENTER'D CORPORATION, IDC §
NETWORKS, INC., G02 MEDIA, INC., §
HELLOMETRO INCORPORATED, §
MAGICYELLOW, INC., SOLFO, INC., §
YELP!, INC. and CITYGRID MEDIA, LLC §
Defendants. §

**DECLARATION OF ROBERT W. DENTON IN SUPPORT OF SOLFO, INC.'S
MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION AND IMPROPER
VENUE OR, IN THE ALTERNATIVE, TO TRANSFER VENUE**

I, ROBERT W. DENTON, being duly sworn, depose and say:

1. I am over the age of 18 years and I am counsel of record for SOLFO, Inc. ("SOLFO"), a named defendant in the above-referenced proceeding. I am admitted to practice law in the United States District Court for the Central District of California and am admitted pro hac vice in this Court for purposes of this action. I make this declaration in support of SOLFO's Motion to Dismiss for Lack of Personal Jurisdiction and Improper Venue or, in the Alternative, to Transfer Venue. I have personal knowledge of all facts stated herein and all such facts are true and correct.

2. On February 15, 2011, I spoke by telephone with James Blackburn of Arnold & Porter who represents Frontier Communications Corporation (“Frontier”), Local.com Corporation (“Local.com”), Dex One Corporation (“Dex One”), Windstream Communications, Inc. (“Windstream”), Yellow Book USA, Inc. (“Yellow Book”), IDC Networks, Inc. (“IDC”) and Citygrid Media, LLC (“Citygrid”). He informed me that all the parties represented by Arnold & Porter will consent to the jurisdiction of the Central District of California for purposes of this case. Moreover, he advised me that all seven parties will file a joinder in support of Solfo’s transfer motion. Mr. Blackburn also stated that Local.com and Citygrid are located in the Los Angeles area and that all of their documents and witnesses are located in the Los Angeles area. He gave the following information for the other five parties: IDC’s witnesses and documents are located in South Dakota; Frontier’s witnesses and documents are located in Colorado; Windstream’s witnesses and documents are located in Ohio; Dex One’s witnesses and documents are located in Los Angeles; and Yellow Book’s witnesses and documents are located in Pennsylvania.

3. On or about February 11, 2011, I received a voice message from John Gutkoski, counsel for Go2Media, Inc. Mr. Gotkoski’s message indicated that Go2Media was in the process of settling with Geotag and should be dismissed from this case shortly.

4. On or about February 10, 2011, I received an email message from Lowell Mead, counsel for Yelp!, Inc. Mr. Mead informed me that “Yelp does not oppose Solfo’s motion to transfer, and Yelp consents to jurisdiction in the C.D. Cal. for purposes of this lawsuit.”

5. On or about February 9, 2011, I received an email message from Brian Bodine of Lane Powell, attorneys for Intelius, Inc. Mr. Bodine’s email message stated: “Intelius will consent to jurisdiction in the CD Cal. In addition, we will join your motion.”

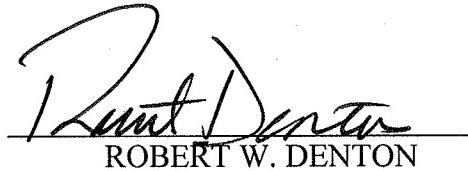
6. On or about February 9, 2011, I received an email message from Jim Davis, counsel for HelloMetro, Inc. Mr. Davis's email message stated: "Our client, HelloMetro, will join in your motion and we will consent to jurisdiction and venue in the C.D. Cal."

7. On or about February 11, 2011, I spoke by telephone with Tahl Kopel, president of Magic Yellow, Inc. ("Magic Yellow"). Mr. Kopel told me that Magic Yellow's headquarters is located in Augora Hills, California, in Los Angeles County. He further stated that all of Magic Yellow's documents relevant to this case and its witnesses are located at Magic Yellow's office in Augora Hills, California. Attached hereto as Exhibit A is a chart summarizing the key details regarding each defendant in this case.

8. Attached as Exhibit B is a copy of Amendment No 1 to the S-1 Registration Statement of the Plaintiff GEOTAG, Inc. ("GEOTAG")filed by GEOTAG on January 14, 2011, with the Securities and Exchange Commission in connection with GEOTAG's proposed initial public offering. The S-1 Registration Statement can be downloaded from the Securities and Exchange Commission's Edgar System which can be found at www.sec.gov/edgar.shtml.

9. The file history of the '474 patent reveals that the attorney who prosecuted the '474 patent in the United States Patent and Trademark Office ("PTO") was John R. King of the law firm of Knobbe Martens Olson & Bear LLC ("Knobbe Marten") of Newport Beach, California. True and correct copies of documents bates nos. GEO-001072-1074 from the file history of the '474 Patent and produced by Geotag in connection with the litigation are attached hereto as Exhibit C. According to Knobbe Martens website, Mr. King is currently a partner in Knobbe Martens Orange County office located in Irvine, California. Irvine, California is located in Orange County which is within the Central District of California. A copy of Mr. King's current biography downloaded from Knobbe Martens' website is attached hereto as Exhibit D.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct and that this declaration was executed on this 15th day of February, 2011, at Beverly Hills, California.



The image shows a handwritten signature in black ink, which appears to read "Robert W. Denton". The signature is fluid and cursive, with a horizontal line drawn underneath it.

ROBERT W. DENTON

CERTIFICATE OF SERVICE

I hereby certify that on the 17th day of February, 2011, a true and exact copy of the foregoing was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. Parties access this filing through the Court's electronic filing system.

/s/Robert W. Denton
Robert W. Denton